



# 672060	
Filed by: 	Checked by: 

**ARTICLES OF ORGANIZATION
OF
Professional Aviation Training Services (PATS), L.L.C.**

Pursuant to the provisions of Act No. 93-724 of the 1993 Alabama Legislature, and amendments thereto, known as the Alabama Limited Liability Company Act, (the "Act"), the undersigned does hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I

NAME

The name of the Limited Liability Company (the "Company") is: "**Professional Aviation Training Services, L.L.C.**"

ARTICLE II

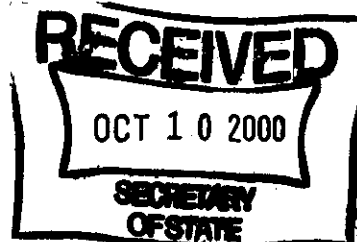
DURATION

The period of duration of the Company shall be for the lives of the members, including members hereafter admitted, unless sooner terminated as provided herein or as provided in the operating agreement.

ARTICLE III

PURPOSES

The Company's purposes are to engage in the **development, operation, simulation, and maintenance of an aircraft flight training and instruction services.** In pursuing its purposes, the Company may do everything necessary, proper, advisable or convenient for the accomplishment thereof, and to do all other things incidental to such purposes or in connection with such purposes that are not prohibited by law. In extension and not in limitation of the purposes specifically set out herein, the Company is authorized and empowered to engage in any lawful business in which Limited Liability Companies may engage under the Act.



ARTICLE IV

REGISTERED AGENT/OFFICE

The location, street and mailing address of the initial registered office of the Company shall be **Cassady, Fuller & Marsh, L.L.P., P.O. Drawer 310910, Enterprise, AL 36330** and its registered agent at such address shall be **Mark Fuller**.

ARTICLE V

INITIAL MEMBERS

The names and the mailing addresses of the initial members of the Company are:

NAME

ADDRESS

**COBRO Corporation
(A Westar Company)
Attn.: Joe I. Durant, CEO**

**6808 Academy Parkway East, NE
Building C, Suite 3
Albuquerque, NM 87109-4464**

**Doss Aviation, Inc.
Attn.: Mark E. Fuller, CEO**

**3320 W. Carefree Cir.
Colorado Spring, CO 80917-2805**

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member of the Company without the unanimous consent of the members.

ARTICLE VII

CONTINUATION OF BUSINESS

Upon the occurrence of an event of disassociation which terminates the continued membership of a member, the remaining members may continue the legal existence and business of the Company upon an affirmative vote by members holding

at least fifty-one percent (51%) of the membership interest in the Company. A majority in interest of the members must consent in writing to the continuation of business within ninety (90) days after the occurrence of the event of disassociation.

ARTICLE VIII

MANAGEMENT

The management of the Limited Liability Company shall be vested in managers. The names and addresses of the persons who shall serve as managers until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Charlie Mingus	804 Donnell Blvd. Daleville, AL 36322 334.598.5054 Ext. 22
Frank Hunter	3320 W. Carefree Cir. Colorado Springs, CO 80917 719.570.9804
Joe Durant	6808 Academy Parkway East, NE Building C, Suite 3 Albuquerque, NM 87109 505.345.6291

ARTICLE IX

POWERS

The Company shall have all powers given to limited liability companies by the Alabama Limited Liability Company Act and such other acts or laws as may be applicable to limited liability companies in the State of Alabama and such other jurisdictions in which this limited liability company may be doing business.

ARTICLE X

AMENDMENTS

Any amendment to these Articles of Organization shall require approval of all the members.

ARTICLE XI

AUTHORITY UNDER WHICH CREATED

This Limited Liability Company is created under the general rules of the Alabama Limited Liability Company Act and nothing in these articles is intended to create free transferability of interest, centralized management or continuity of life.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization, on this the 20 day of Sept, 2000.

COBRO Corporation

Doss Aviation, Inc.

By: Joe I. Durant
Joe I. Durant, CEO

By: Mark E. Fuller
Mark E. Fuller, CEO

Sec. State Fee 0.00, PJ Fee 35.00, Name Res. Fee 0.00, Clocking Fee 1.00, SPJ e 6.00, TOTAL 42.00

OFFREC 140 673

STATE OF ALABAMA

COFFEE COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that, Mark E. Fuller, whose name is signed to the foregoing Articles of Organization and who is known to me, acknowledged before me on this day, that, being informed of the contents of the Articles of Organization he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 26th day of September, ~~1998~~ 2000.

[SEAL]

My Commission Expires:

1/6/2003

Mary C. Fuller
NOTARY PUBLIC

THIS INSTRUMENT PREPARED BY:

CASSADY, FULLER & MARSH LLP
Attorneys at Law
P.O. Box 310910
Enterprise, Alabama 36331-0910

COFFEE COUNTY, STATE OF ALABAMA
ENTERPRISE, AL

I, William O. Gammit, Judge of Probate in and for said state and county, hereby certify that the within and foregoing is a true, correct and exact copy of

Organization
to the same appears on record in my office.
Given under my hand and seal of office this 5
day of Oct 2000

William O. Gammit
JUDGE OF PROBATE, COFFEE COUNTY, ALABAMA
ENTERPRISE DIVISION

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY ARTICLES OF DISSOLUTION GUIDELINES

OFFREC 362 646
Recorded in Above Book and Page
07/03/2006 09:43:33 AM
William O. Sammill
Probate Judge
Coffee County, AL

INSTRUCTIONS:

STEP 1: FILE ORIGINAL AND TWO COPIES WITH THE JUDGE OF PROBATE IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF ORGANIZATION WERE FILED. ATTACH SECRETARY OF STATE AND JUDGE OF PROBATE FEES. THE SECRETARY OF STATE'S FILING FEE IS \$10. PLEASE CONTACT THE JUDGE OF PROBATE OFFICE TO VERIFY THEIR FILING FEES.

PURSUANT TO THE PROVISIONS OF THE ALABAMA LIMITED LIABILITY COMPANY ACT AND SECTION 10-12-37 OF THIS ACT, THE UNDERSIGNED DOMESTIC LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING ARTICLES OF DISSOLUTION.

Article I The name of the limited liability company:

Professional Aviation Training Services, L.L.C.

#672060	
Posted by:	Checked by:
<i>[Signature]</i>	<i>[Signature]</i>

Article II The date of filing of the articles of organization: October 5, 2000

Article III The reason for filing the articles of dissolution: Unanimous vote of all members

Article IV The dissolution was authorized by written consent of all members and effective on May 12 2006.

Article V Attach other information the members or managers filing the articles of dissolution deem appropriate.

Date May 12, 2006

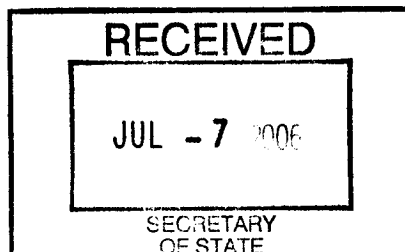
Westar Aerospace + Defense Group, Inc., as successor
in interest to COBRA Corporation

By: Doug Childress, EVP + CFO
Type or Print Member's Name and Title

[Signature]
Signature of Authorized Member

THIS INSTRUMENT PREPARED BY: VANESSA CHANDLER

REV. 4 2000



Recording Fee
TOTAL

14.00

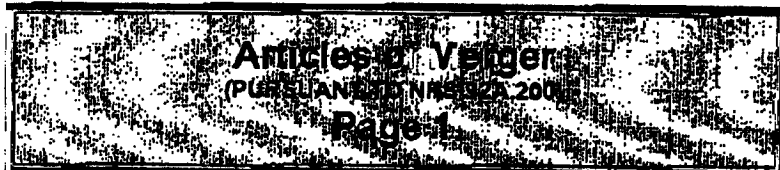


DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

FILED # C30297-C2

DEC 31 2003

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE



Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

(Pursuant to Nevada Revised Statutes Chapter 92A)
(excluding 92A.200(4b))
SUBMIT IN DUPLICATE

- 1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box ☐ and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

COBRO Corporation

Name of merging entity

Maryland

Jurisdiction

Corporation

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Westar Aerospace and Defense Group, Inc.

Name of surviving entity

Nevada

Jurisdiction

Corporation

Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
Revised on 10/24/03

OFFREC 362 647



DEAN HELLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4299
 (775) 684 5708
 Website: secretaryofstate.biz



Important: Read attached instructions before completing form.

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- 2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger – NRS 92A.190):

Attn: Jeff Lantz

c/o: Westar Aerospace and Defense Group, Inc.

St. Louis Engineering Center

4 Research Park Drive, St. Charles, Missouri 63304-5685

- 3) (Choose one)

☐ The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

☒ The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

- 4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box ☐ and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

- (a) Owner's approval was not required from :

COBRO Corporation

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

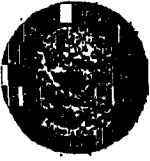
Westar Aerospace and Defense Group, Inc.

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised on: 10/24/03

OFFREC 362 648



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(b) The plan was approved by the required consent of the owners of *:

N/A

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

and, or;

N/A

Name of *surviving* entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised 01/10/24/03

OFFREC 362 649



DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz



Important: Read attached instructions before completing form.

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

N/A

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

Name of *merging* entity, if applicable

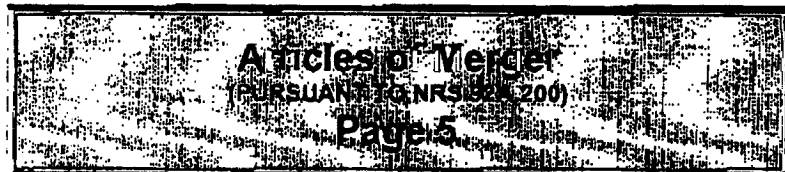
and, or,

N/A

Name of *surviving* entity, if applicable



DEAN HELLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4299
 (775) 684 5708
 Website: secretaryofstate.biz



Important: Read attached instructions before completing form.

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- 5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

N/A

- 6) Location of Plan of Merger (check a or b):

_____ (a) The entire plan of merger is attached;

or,

☒ (b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

- 7) Effective date (optional)**: January 1, 2004

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent – Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

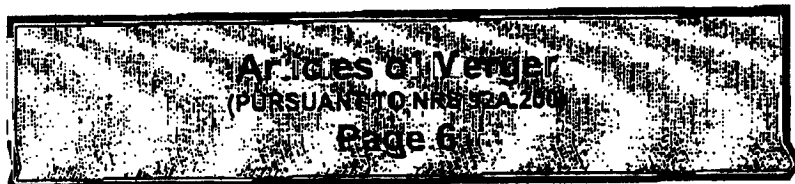
This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised on: 10/24/03

OFFREC 362 651



DEAN HELLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4299
 (775) 684 5708
 Website: secretaryofstate.biz



Important: Read attached instructions before completing form.

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- 8) Signatures – Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)* (if there are more than four merging entities, check box ☐ and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.):

COBRO Corporation

Name of merging entity

Signature

Vice President

Title

12, 30, 03

Date

Name of merging entity

Signature

Title

Date

Name of merging entity

Signature

Title

Date

Name of merging entity

Signature

Title

Date

Westar Aerospace and Defense Group, Inc.

Name of surviving entity

Signature

President

Title

12, 30, 03

Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised 01/10/2003

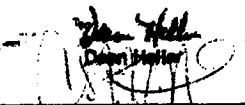
OFFREC 362 652

OFFREC 362 653

STATE OF NEVADA
Secretary of State

I hereby certify that this is a true and
complete copy of the document as filed
in this office

DEC 31 2003

By 
Dean Heller



DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4289
(775) 684 5708
Website: secretaryofstate.biz

FILED # _____

MAR 15 2004

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment

(PURSUANT TO NRS 78.385 and 78.390)

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation For Nevada Profit Corporations

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

Westar Aerospace and Defense Group, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

1. The name of the corporation is Westar Aerospace & Defense Group, Inc.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%

4. Effective date of filing (optional):

N/A

(Must not be later than 90 days after the certificate is filed)

5. Officer Signature (required):

Doug Childress, Ex. VP and CFO

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees. See attached fee schedule.

COFFEE COUNTY, STATE OF ALABAMA

ENTERPRISE, ALABAMA
I, William O. Gammill, Judge of Probate in and for said state and county, hereby certify that the within and foregoing is a true, correct and exact copy of _____

as the same appears on record in my office.

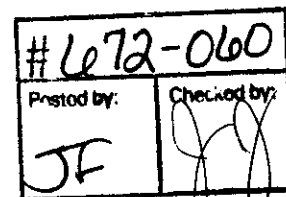
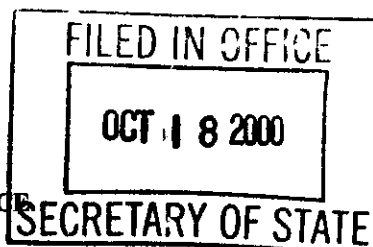
Given under my hand and seal of office this 3 day of July 2004

William O. Gammill
JUDGE OF PROBATE, COFFEE COUNTY, ALABAMA
ENTERPRISE, ALABAMA

OFFREC 362 654

STATE OF ALABAMA

CHANGE OF REGISTERED AGENT/REGISTERED OFFICE



INSTRUCTIONS (PLEASE TYPE)

CHECK THE APPROPRIATE CORPORATION TYPE. COMPLETE THE CHANGE YOU WANT REFLECTED IN THE ALABAMA SECRETARY OF STATE RECORDS. MAIL FORM WITH THE \$5 FILING FEE TO: ALABAMA SECRETARY OF STATE, ATTN: CORPORATIONS DIVISION, PO Box 5616, MONTGOMERY, AL 36103-5616. IF YOU WOULD LIKE AN ACKNOWLEDGMENT OF THIS FILING, PLEASE SUBMIT IN DUPLICATE WITH A SELF-ADDRESSED STAMPED ENVELOPE. IF YOU HAVE ANY QUESTIONS ABOUT THIS FORM, CONTACT THE CORPORATIONS DIVISION AT (334) 242-5324.

- (X) DOMESTIC LIMITED LIABILITY COMPANY () FOREIGN LIMITED LIABILITY COMPANY
() DOMESTIC LIMITED PARTNERSHIP () FOREIGN LIMITED PARTNERSHIP
() DOMESTIC LIMITED LIABILITY PARTNERSHIP () FOREIGN LIMITED LIABILITY PARTNERSHIP

1. The name of the entity.

Professional Aviation Training Services (PATS), L.L.C.

2. The State or County where formed Coffee (Enterprise Division), Alabama.

3. The date formed October 5, 2000

4. Registered agent name change:

Old: N/A

New: _____

Registered office address change (no PO Box numbers):

Old: Mark Fuller, P.O. Drawer 510910
Enterprise, Alabama 36331

New: Mark Fuller, 203 E. Lee Street
Enterprise, Alabama 36330

^{10th day}
October 17, 2000

Date

Signature

Mark Fuller

Type name

Registered Agent / Member

Office title

